

ROBERT A. MUSIALA, JR. ESQ.
BAKER & HOSTETLER LLP
One North Wacker Drive
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Email: rmusiala@bakerlaw.com

Regulatory Counsel for Debtor

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**BAKER & HOSTETLER'S MONTHLY
FEE STATEMENT OF SERVICES
RENDERED AND EXPENSES
INCURRED FOR THE PERIOD FROM
APRIL 4, 2023 THROUGH APRIL 30,
2023**

Hearing Date: N/A

Hearing Time: N/A

Baker & Hostetler ("B&H" or "Applicant"), regulatory counsel to Cash Cloud, Inc., dba Coin Cloud ("Debtor"), debtor and debtor in possession in the above-referenced chapter 11 bankruptcy case (the "Chapter 11 Case"), respectfully submits this Monthly Fee Statement for Services Rendered and Expenses Incurred for the Period from April 4, 2023 through April 30, 2023 (the "Statement"), pursuant to the *Order Authorizing Retention and Employment of Baker & Hostetler LLP as Regulatory Counsel to Debtor* [ECF No. 525] (the "Retention Order") and the Court's *Order Granting Debtor's Motion Pursuant to 11 U.S.C. §§ 105(a) and 331, And Fed. R. Bankr. P. 2016, Authorizing and Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 321] (the "Interim Compensation Procedures Order").

1 In support of this Statement, B&H respectfully represents as follows:

2 1. B&H was retained as regulatory counsel to the Debtor pursuant to the Retention Order,
3 dated and entered on May 5, 2023. On May 9, 2023, the Debtor paid B&H a retainer of \$50,000.00
4 (the “Retainer”) as authorized in the Retention Order.

5 2. B&H has endeavored to monitor and coordinate with the Debtor’s counsel in this
6 Chapter 11 Case to ensure a clear delineation of each firm’s respective roles in connection with the
7 representation of the Debtor in this Chapter 11 Case and to prevent duplication of services. The
8 professional services performed and expenses incurred by B&H were actual and necessary to
9 preserve and protect the value of the Debtor’s assets and estate.

10 3. B&H hereby seeks allowance and payment of interim compensation for services
11 rendered and reimbursement of expenses incurred as Debtor’s Court-authorized regulatory counsel
12 during the period commencing April 4, 2023 and ending April 30, 2023 (the “Statement Period”).

13 4. B&H has not submitted any prior applications for compensation in connection with
14 its representation of the Debtor.

15 5. B&H seeks allowance and payment of interim compensation for fees in the amount
16 of \$9,300.80, representing 80% of the \$11,626.00 in fees incurred for services rendered during the
17 Statement Period.

18 6. Attached hereto as Exhibit A is the name of each timekeeper who performed services
19 in connection with the Chapter 11 Case and the regulatory matters during the Statement Period, and
20 the hourly rate for each such timekeeper.

21 7. Attached hereto as Exhibit B is a detailed schedule of time expended by the
22 timekeepers who performed services during the Statement Period and a detailed schedule of expenses
23 paid during the Statement Period.

24 8. On the same date this Statement was filed, a copy of this Statement was served via
25 electronic mail/notice on the following parties (each a “Notice Party,” and collectively the “Notice
26 Parties”):

- a. Cash Cloud, Inc., 10190 Covington Cross Drive, Las Vegas, Nevada 89144 (Attn: Christopher Andrew McAlary; chris@coincloud.com);
- b. Fox Rothschild, LLP, 1980 Festival Plaza Drive, Suite 700, Las Vegas, NV 89135 (Attn: Brett A. Axelrod, Esq.; baxelrod@foxrothschild.com); counsel to Debtor;
- c. United States Trustee Tracy Hope Davis, 300 Las Vegas Boulevard South, Suite 4300, Las Vegas, NV 89101 (Attn: Jared A. Day, Trial Attorney; Jared.A.Day@usdoj.gov);
- d. Seward & Kissell, LLP, One Battery Park Plaza, New York, NY 10004 (Attn: Robert J. Gayda; gayda@sewkis.com; Catherine V. LoTempio; lotempio@sewkis.com; Andrew J. Matott; matott@sewkis.com), and McDonald Carano, LLP, 2300 West Sahara Avenue, Suite 1200, Las Vegas, NV 89102 (Attn: Ryan J. Works; rworks@mcdonaldcarano.com), counsel to the Official Committee of Unsecured Creditors;
- e. Berger Singerman LLP, 1450 Brickell Avenue, Suite 1900, Miami, FL 33131 (Attn: Jordi Gusó; JGuso@bergersingerman.com), and Sylvester & Polednak, Ltd., 1731 Village Center Circle, Las Vegas, NV 89134 (Attn: Jeffrey R. Sylvester; Jeff@SylvesterPolednak.com); counsel to DIP lender CKDL Credit, LLC;
- f. Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019-9601 (Attn: Andrew Kissner; akissner@mofo.com; Gary Lee; glee@mofo.com), and Shea Larsen, 1731 Village Center Circle, Suite 150, Las Vegas, NV 89134 (Attn: James Patrick Shea; jshea@shea.law; Bart K. Larsen; blarsen@shea.law; Kyle M. Wyant; kwyant@shea.law); counsel to Enigma Securities Limited; and
- g. Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, NY 10006, (Attn: Sean A. O'Neal; soneal@cgsh.com; Jane VanLare; jvanlare@cgsh.com), and Snell & Wilmer L.L.P., 3883 Howard Hughes Parkway, Suite 1100, Las Vegas, NV 89169 (Attn: Robert R. Kinas; rkinas@swlaw.com); counsel to Genesis Global Holdco, LLC.

9. Pursuant to the Interim Compensation Procedures Order, each Notice Party will have twenty (20) days after service (or the next business day if the 20th day is not a business day) of a Monthly Fee Application (the “Objection Deadline”), to object to the requested fees and expenses in accordance with the procedures described in subparagraph (b) set forth on page three of the Interim Compensation Procedures Order.

1 10. If no objections are raised on or before the Objection Deadline, Applicant shall file a
2 certificate of no objection with the Court, after which Debtor shall be authorized to pay to Applicant
3 an amount equal to 80 percent of the fees and 100 percent of the expenses incurred during the period
4 covered by Applicant's Monthly Fee Application (the "Aggregate Monthly Amount"). Applicant
5 shall draw down on the Retainer in the Aggregate Monthly Amount.

6 11. If an objection is properly filed before the Objection Deadline, Applicant shall file a
7 certificate of no objection with the Court with respect to the fees and expenses, if any, that are not
8 subject to objection (the "Undisputed Fees" and "Undisputed Expenses"), after which Debtor shall
9 be authorized to pay to Applicant an amount equal to 80 percent of the Undisputed Fees and 100
10 percent of the Undisputed Expenses incurred during the period covered by Applicant's Monthly Fee
11 Application (the "Aggregate Monthly Undisputed Amount"). Applicant shall draw down on the
12 Retainer in the Aggregate Monthly Undisputed Amount.

13 12. Applicant acknowledges that the interim payment of compensation and
14 reimbursement of expenses sought in this Statement does not constitute a request for final allowance
15 of such compensation and reimbursement of expenses. At the conclusion of the Chapter 11 Case,
16 Applicant will seek final allowance of the fees charged and expenses incurred for the entirety of the
17 Chapter 11 Case, and any interim fees and expenses received during the course of the Chapter 11
18 Case will be credited against such fees and expenses that are allowed on a final basis.

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1 13. Neither Applicant nor any member of B&H has any agreement or understanding of
2 any kind to divide, pay over, or share with any other person, except as among the members of B&H,
3 any portion of the fees or expenses to be awarded pursuant to this Statement.

4 Dated this 30th day of May 2023.

5 **BAKER & HOSTETLER LLP**

6
7 By: /s/Robert A. Musiala
8 Robert A. Musiala
9 One North Wacker Drive
10 Suite 4500
11 Chicago, IL 60606
12 Telephone: 312.416.6200
13 Facsimile: 312.416.6201
14 Email: rmusiala@bakerlaw.com
15 Michael A. Sabella
16 45 Rockefeller Plaza
17 New York, NY 10111
18 (212) 589-4200
19 msabella@bakerlaw.com

20 *Regulatory Counsel for Debtor*

21 Respectfully submitted by:

22 **FOX ROTHSCHILD LLP**

23 By: /s/Brett A. Axelrod
24 BRETT A. AXELROD, ESQ.
25 Nevada Bar No. 5859
26 1980 Festival Plaza Drive, Suite 700
27 Las Vegas, Nevada 89135
28 *Counsel for Debtor*

EXHIBIT A**Summary of B&H Professionals and Paraprofessionals****April 4, 2023 through April 30, 2023**

<u>Attorney</u>	<u>Hourly Rate</u>	<u>Application Hours</u>	<u>Total Fees</u>
Terry M. Brennan – Partner	\$950.00	.3	\$285.00
Elyssa S. Kates – Counsel	\$1,090.00	1.80	\$1,962.00
Robert A. Musiala – Partner	\$900.00	3.20	\$2,880.00
Michael A. Sabella – Counsel	\$970.00	6.70	\$6,499.00
Subtotal		12.00	\$11,626.00

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EXHIBIT B

Detailed Schedule of Time Expended by Professionals and Paraprofessionals

FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
(702) 262-6899
(702) 597-5503 (fax)

BakerHostetler

Cash Cloud Inc.
D/B/A Coin Cloud
10190 Covington Cross Dr
Las Vegas, NV 89144

Invoice Date: 05/18/23
Invoice Number: 51148561
B&H File Number: 12918/128018/000001
Taxpayer ID Number: 34-0082025
Page 1

Regarding: Regulatory Compliance Services

For professional services rendered through April 30, 2023

BALANCE FOR THIS INVOICE DUE BY 06/17/23 \$ 11,626.00
All amounts are in United States Dollars

Remittance Copy

Please include this page with payment

Invoice No: 51148561

Firm Contact Information

Katie Young
(312) 416-6226
kyoung@bakerlaw.com

<p>Please Remit To: Baker & Hostetler LLP P.O. Box 70189 Cleveland, OH 44190-0189</p>	<p>FOR WIRE REMITTANCES: Baker & Hostetler LLP KeyBank, N.A., Cleveland, OH Account No: [REDACTED] SWIFT Code: [REDACTED]</p>
<p>Reference Invoice No: 51148561</p>	<p>Email the "Remittance Copy" to bakerlockbox@bakerlaw.com</p>

BakerHostetler

Cash Cloud Inc.
D/B/A Coin Cloud
10190 Covington Cross Dr
Las Vegas, NV 89144

Invoice Date: 05/18/23
Invoice Number: 51148561
B&H File Number: 12918/128018/000001
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Page 2

Regarding: Regulatory Compliance Services

For professional services rendered through April 30, 2023

Fees \$ 11,626.00

BALANCE FOR THIS INVOICE DUE BY 06/17/23 IN USD \$ 11,626.00

Baker&Hostetler LLP

*Atlanta Chicago Cincinnati Cleveland Columbus Costa Mesa Dallas Denver Houston
Los Angeles New York Orlando Philadelphia San Francisco Seattle Washington, DC Wilmington*

Date	Name	Description	Hours	Amount
		Baker & Hostetler LLP's retention in the case.		
04/21/23	Kates, Elyssa S.	Correspondence with Mr. Musiala regarding the retention application.	0.20	218.00
04/21/23	Kates, Elyssa S.	Correspondence with Mr. Musiala, Ms. Chlum, Ms. Noll, Ms. Axlerod and Mr. Sabella regarding Baker & Hostetler LLP's retention application.	0.10	109.00
04/24/23	Sabella, Michael A.	Work on finalizing papers in connection with retention and correspondence with Mr. Musiala and Debtors' counsel regarding same.	0.40	388.00
04/26/23	Musiala, Robert A.	Discuss regulatory issues with C McAlary and B Axelrod, review related documentation.	0.90	810.00
04/26/23	Sabella, Michael A.	Review Court order scheduling hearing on application to employ, and correspondence with Mr. Musiala regarding same.	0.10	97.00
04/26/23	Sabella, Michael A.	Correspondence with Mr. Musiala and Ms. Kates regarding issues relating to retention and regulatory matters for Debtor.	0.50	485.00
04/26/23	Sabella, Michael A.	Correspondence with Mr. Musiala regarding issues relating to retention and regulatory matters in connection with Debtor.	0.30	291.00
04/27/23	Musiala, Robert A.	Review documentation and internal notes related to FL OFR suspension order, draft and send email regarding same to B Axelrod, C McAlary.	0.50	450.00
04/27/23	Musiala, Robert A.	Draft and send email to FL OFR regarding suspension order and request to schedule meeting.	0.40	360.00
04/27/23	Musiala, Robert A.	Draft potential conflict waiver email for Coin Cloud and RockItCoin.	0.50	450.00
04/28/23	Musiala, Robert A.	Review FL OFR documentation, discuss with C McAlary and B Axelrod.	0.90	810.00

Baker&Hostetler LLP

Date	Name	Description	Hours	Amount
	Total		12.00	11,626.00

Baker&Hostetler LLP

Atlanta
Los Angeles

Chicago
New York

Cincinnati
Orlando

Cleveland
Philadelphia

Columbus
San Francisco

Costa Mesa
Seattle

Dallas
Washington, DC

Denver

Houston
Wilmington